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July 18, 2003

Vernon A. Williams, Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423

VIA FED EX

208449

**RE: STB Docket No. AB-55 (Sub-No. 568)
CSX Transportation, Inc. -- Abandonment
Exemption in Franklin County, Pennsylvania**

Dear Mr. Williams:

Please be advised that this office represents Frederick A. Fox, Kaye A. Fox and Frederick Armstrong Fox ("the Foxes"), who are parties to the above-referenced matter. On March 12, 1999, the Foxes made a formal offer of financial assistance ("OFA") to purchase a portion of the rail line that CSXT intends to abandon in the Borough of Chambersburg, Franklin County, Pennsylvania.¹

On January 31, 2003, the Board issued a decision which: (1) granted to CSXT an extension of time until July 31, 2003, in which to exercise the abandonment authority granted to CSXT by the decision of the Board issued on March 9, 1999; and (2) extended the NITU negotiating period until July 31, 2003.

We are now in the final stages of negotiating with CSXT to purchase a portion of CSXT's rail line. These negotiations have taken longer than expected, however, and will not be completed by July 31, 2003.

Additionally, circumstances relating to the ownership and use of the property served by the portion of CSXT's rail line that extends from Fourth Street to Main Street in the Borough of Chambersburg have changed significantly since CSXT originally filed its Petition for Exemption

¹ At the time that the Foxes made their offer of financial assistance, this office also represented Karla M. Fox, who is Frederick Armstrong Fox's wife. Frederick Armstrong Fox and Karla M. Fox are now in the process of obtaining a divorce. Karla M. Fox is represented in the divorce proceeding by Lynn Y. MacBride, Esquire.

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with the Board on November 16, 1998.² Within the next several days, the Foxes will file a petition seeking the Board's permission to expand the scope of their OFA, or, alternatively, to file a new OFA *nunc pro tunc*, to reflect these changed circumstances by including within the OFA the section of line that extends from Fourth Street to Main Street, and to substitute a limited liability company wholly-owned by Frederick Armstrong Fox for the Foxes as the purchaser of the line. (Through its Counsel, Natalie S. Rosenberg, Esquire, CSXT has already indicated to us that it will take no position concerning the Foxes' petition.)

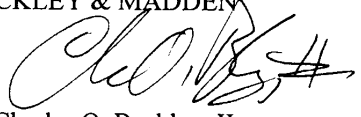
Accordingly, we respectfully request that the Board grant to CSXT an extension of time within which to exercise its abandonment authority until December 31, 2003.

We thank the Board for its consideration of our request.

Very truly yours,

BECKLEY & MADDEN

By:


Charles O. Beckley, II

cc: Natalie S. Rosenberg, Esquire (via Fed Ex)
Lynn Y. MacBride, Esquire (via Fed Ex)
Mr. Frederick Armstrong Fox

² In its Petition for Exemption, CSXT indicated to the Board that it would reclassify the section of its line that extends from Fourth Street to Main Street as industrial sidetrack, in order to preserve rail service to the former Chambersburg Engineering Company ("CECO"). In late 2001 or early 2002, CECO ceased operations. In July, 2002, all of CECO's real property was acquired by New Franklin Properties, LLC, a Pennsylvania limited liability company wholly-owned by Frederick Armstrong Fox.